

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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In Re:  
**LTL MANAGEMENT, LLC,<sup>2</sup>**

Debtor.

Chapter 11

Case No.: 23-12825 (MBK)

Honorable Michael B. Kaplan

**THIRD INTERIM APPLICATION FOR ALLOWANCE OF FEES AND  
REIMBURSEMENT OF EXPENSES OF MOOLAMKEN LLP, AS SPECIAL  
APPELLATE LITIGATION COUNSEL  
TO THE OFFICIAL COMMITTEE OF TALC CLAIMANTS FOR THE PERIOD  
MAY 1, 2024 THROUGH AND INCLUDING AUGUST 31, 2024**

<sup>2</sup> The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

TO: THE HONORABLE MICHAEL B. KAPLAN  
UNITED STATES BANKRUPTCY JUDGE

MoloLamken LLP (“MoloLamken”), Special Appellate Litigation Counsel to the Official Committee of Talc Claimants (the “Committee” or “TCC”), submits this third interim application for allowance of compensation and reimbursement of expenses (the “Application”), pursuant to §§ 330 and 331 of title 11 of the United States Code, (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rules 2016-1 and 2016-3 of the Local Rules of the United States Bankruptcy Court for the District of New Jersey (the “Local Rules”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Retained Professionals* (the “Interim Compensation Order”) [D.I. 562], and the *Order (I) Dismissing Debtor’s Chapter 11 Petition to 11 U.S.C. §1112(b); (II) Establishing Procedures With Respect to Requests for Compensation; And (III) Granting Related Relief* (the “Dismissal Order”) [D.I. 1211], requesting the entry of an order granting interim allowance of compensation and reimbursement in the amount of \$65,357.50 for the period from May 1, 2024 through and including August 31, 2024 (the “Application Period”), comprising compensation for services rendered to and expenses rendered on behalf of the Committee. In support of the Application, MoloLamken respectfully represents as follows:

1. On October 14, 2021 (the “Petition Date”), LTL Management, LLC (the “Debtor”) filed a voluntary petition for relief (the “LTL 1.0 petition”) under chapter 11 of title 11 of the Bankruptcy Code in the Western District of North Carolina (“North Carolina Bankruptcy Court”).
2. On November 8, 2021, the North Carolina Bankruptcy Court entered its *Order Appointing the Official Committee of Talc Claimants*, D.I. 355, *In re LTL Mgmt., LLC*, No. 21-bk-30589 (Bankr. W.D.N.C. Nov. 8, 2021), appointing an Official Committee of Talc Claimants (the

“LTL 1.0 TCC”) comprised of the eleven (11) members recommended by the Bankruptcy Administrator for the Western District of North Carolina (the “Bankruptcy Administrator”).

3. On November 16, 2021, the North Carolina Bankruptcy court entered an order transferring venue of the case to the District of New Jersey. D.I. 416, *In re LTL Mgmt., LLC*, No. 21-bk-30589 (Bankr. W.D.N.C. Nov. 16, 2021).

4. On or around May 20, 2022, the LTL 1.0 TCC selected MoloLamken as its Special Appellate Litigation counsel, subject to the Court’s approval.

5. On June 1, 2022, MoloLamken filed its application to be retained (the “Retention Application”), effective as of May 20, 2022, D.I. 2394, *In re LTL Mgmt., LLC*, No. 21-bk-30589 (Bankr. D.N.J. May 20, 2022).

6. On June 16, 2022, the Court approved the retention and employment of MoloLamken, effective as of May 20, 2022. D.I. 2516, *In re LTL Mgmt., LLC*, No. 21-bk-30589 (Bankr. D.N.J. June 16, 2022).

7. On June 30, 2022, MoloLamken participated in the filing of the LTL 1.0 TCC’s opening brief in the United States Court of Appeals for the Third Circuit. *See* D.I. 46, *In re LTL Mgmt., LLC*, No. 22-2003 (3d Cir. June 30, 2022).

8. On September 6, 2022, MoloLamken filed the LTL 1.0 TCC’s reply brief in the United States Court of Appeals for the Third Circuit. *See* D.I. 132, *In re LTL Mgmt., LLC*, No. 22-2003 (3d Cir. Sept. 6, 2022).

9. On September 19, 2022, MoloLamken presented the LTL 1.0 TCC’s argument on appeal to the United States Court of Appeals for the Third Circuit. *See* D.I. 143, *In re LTL Mgmt., LLC*, No. 22-2003 (3d Cir. Sept. 19, 2022).

10. On January 30, 2023, the United States Court of Appeals for the Third Circuit issued an opinion directing the dismissal of the Debtor's petition. *See* D.I. 150, *In re LTL Mgmt., LLC*, No. 22-2003 (3d Cir. Jan. 30, 2023).

11. On March 6, 2023, MoloLamken filed the LTL 1.0 TCC's response in opposition to the Debtor's petition for rehearing with the United States Court of Appeals for the Third Circuit. *See* D.I. 169, *In re LTL Mgmt., LLC*, No. 22-2003 (3d Cir. Mar. 6, 2023).

12. On March 28, 2023, MoloLamken filed the LTL 1.0 TCC's response in opposition to the Debtor's motion to stay the court's mandate with the United States Court of Appeals for the Third Circuit. *See* D.I. 175, *In re LTL Mgmt., LLC*, No. 22-2003 (3d Cir. Mar. 28, 2023).

13. On March 31, 2023, the United States Court of Appeals for the Third Circuit issued an amended opinion directing the dismissal of the Debtor's petition and issued its mandate. *See* *In re LTL Mgmt., LLC*, 64 F.4th 84 (3d Cir. 2023); D.I. 178, 181, *In re LTL Mgmt., LLC*, No. 22-2003 (3d Cir. Mar. 31, 2023).

14. On April 4, 2023, the Court entered its *Order (I) Dismissing Debtor's Chapter 11 Case Pursuant to 11 U.S.C. 1112(b); (II) Establishing Procedures With Respect to Requests for Compensation; and (III) Granting Related Relief* (the "LTL 1.0 Dismissal Order"), D.I. 3938, *In re LTL Mgmt., LLC*, No. 21-bk-30589 (Bankr. D.N.J. Apr. 4, 2023).

15. Also on April 4, 2023 (the "Petition Date"), the Debtor filed a second Chapter 11 petition in the Bankruptcy Court for the District of New Jersey ("LTL 2.0").

16. On April 14, 2023, the United States Trustee filed its *Notice of Appointment of Official Committee of Talc Claimants* [D.I. 162], comprising an Official Committee of Talc Claimants (the "TCC" or the "Committee") of eleven members, including many members of the LTL 1.0 TCC.

17. On or about April 20, 2023, the TCC retained MoloLamken LLP as Special Appellate Counsel for the LTL 2.0 bankruptcy.

18. On May 3, 2023, MoloLamken filed the TCC's petition for a writ of mandamus in the United States Court of Appeals for the Third Circuit. *See D.I. 1, In re Official Committee of Talc Claimants*, No. 23-1826 (3d Cir. May 3, 2023).

19. On May 17, 2023, MoloLamken filed its application to be retained (the "Retention Application"), [D.I. 542], effective April 20, 2023.

20. On June 26, 2023, the Court issued its *Order Granting Application to Employ MoloLamken LLP as Special Appellate Litigation Counsel*, [D.I. 898].

21. On August 11, 2023, the Court issued the Dismissal Order.

22. On October 16, 2023, MoloLamken participated in filing the TCC's response to the Debtor's petition for direct appeal to the United States Court of Appeals for the Third Circuit. *See D.I. 10, In re LTL Mgmt. LLC*, No. 23-8045 (3d Cir. Oct. 16, 2023).

23. On October 30, 2023, the Court issued its *Order Granting Application for Compensation for MoloLamken LLP* for the period from April 4, 2023 to August 11, 2023, [D.I. 1552], approving compensation for MoloLamken in the amount of \$618,892.66.

24. On January 26, 2024, MoloLamken filed the TCC's opposition brief in the United States Court of Appeals for the Third Circuit. *See D.I. 74, In re LTL Mgmt. LLC*, No. 23-2971 (3d Cir. Jan. 26, 2024).

25. On March 12, 2024, MoloLamken filed the TCC's Notice of Supplemental Authority Pursuant to Fed. R. App. P. 28(j) in the United States Court of Appeals for the Third Circuit. *See D.I. 99, In re LTL Mgmt. LLC*, No. 23-2971 (3d Cir. Mar. 12, 2024).

26. On July 23, 2024, MoloLamken filed the TCC's Response to LTL's Notice of Supplemental Authority Pursuant to Fed. R. App. P. 28(j) in the United States Court of Appeals for the Third Circuit. *See* D.I. 105, *In re LTL Mgmt. LLC*, No. 23-2971 (3d Cir. July 23, 2024).

27. On July 25, 2024, the United States Court of Appeals issued a non-precedential opinion affirming the judgment of this Court. *See* D.I. 107, *In re LTL Mgmt. LLC*, No. 23-2971 (3d Cir. July 25, 2024). The Third Circuit's mandate issued on August 19, 2024. *See* D.I. 110, *In re LTL Mgmt. LLC*, No. 23-2971 (3d Cir. Aug. 19, 2024).

28. On May 6, 2024, the Court issued its *Order Granting Application For Compensation for MoloLamken LLP* for the period from August 12, 2023 to December 31, 2023, [D.I. 1749], approving compensation for MoloLamken in the amount of \$381,448.50 in fees and \$2,550.78 in expenses.

#### **SUMMARY OF SERVICES PERFORMED BY MOLOLAMKEN DURING THE THIRD INTERIM FEE PERIOD**

29. This is MoloLamken's third interim application for compensation filed in this matter. To date, the Court has approved MoloLamken's prior final application for compensation for the period from April 4, 2023 to August 11, 2023 [D.I. 1552], and MoloLamken's first interim application for compensation for the period from August 12, 2023 to December 31, 2023 [D.I. 1749].

30. The services rendered by MoloLamken can be grouped into the two categories set forth below. MoloLamken attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category.

(a) **Employment and Fee Applications: Fees: \$15,675.00; Total Hours: 16.5.** These fees include all services rendered by MoloLamken relating to the preparation of its Fourteenth,

Fifteenth, Sixteenth, and Seventeenth Monthly Fee Applications, covering May, June, July, and August 2024. These services included preparing detailed application materials, invoices, and supporting documentation for each of MoloLamken's fee applications. These services also included preparing MoloLamken's Second Interim Fee Application for the period of late January 2024 through April 2024.

	BILLING RATE	HOURS	TOTAL (without holdback)
RUBIN, N.	\$950	16.5	\$15,675.00
<b>Total</b>		<b>16.5</b>	<b>\$15,675.00</b>

**(b) Litigation: Contested Matters and Adversary Proceedings: Fees: \$49,682.50;**

**Total Hours: 34.2.** These fees include all services rendered by MoloLamken to the Committee's role as appellee in (i) the Debtor's appeal of appeal of the Court's *Memorandum Opinion* [D.I. 1127] and *Order (I) Dismissing Debtor's Chapter 11 Petition Pursuant to 11 U.S.C. 1121(b); (II) Establishing Procedures With Respect to Request for Compensation; and (III) Granting Related Relief* [D.I. 1211], and (ii) the Ad Hoc Committee of Supporting Counsel's appeal of those same orders, to the United States Court of Appeals for the Third Circuit. At the Committee's direction, MoloLamken worked with the Committee's existing counsel, including but not limited to, Brown Rudnick LLP, Massey & Gail LLP, and Otterbourg PC, to analyze and develop the factual and legal bases for the appeal, brief the appeal, and prepare argue the appeal. During the Application Period, MoloLamken reviewed the record in the Bankruptcy Court, discussed appellate strategy with the Committee's other counsel, performed legal research, and drafted appellate filings, including the Committee's Response to LTL's Rule 28(j) letter in the Third Circuit, analyzed the Third Circuit's opinion, and advised the Committee on how to respond.

	<b>BILLING RATE</b>	<b>HOURS</b>	<b>TOTAL</b>
LAMKEN, J.	\$1,975	14.4	\$28,440.00
WALKER, L.	\$1,300	6.2	\$8,060.00
ELLIS, J.	\$1,350	0.5	\$675.00
HASHEM, R.	\$1,100	2.7	\$2,970.00
NOTTER, K.	\$950	0.3	\$285.00
RUBIN, N.	\$950	9.3	\$24,510.00
TOFIGHBAKHSH, S.	\$850	0.3	\$255.00
DOWNING, J.	\$325	0.5	\$162.50
<b>Total</b>		<b>34.2</b>	<b>\$49,682.50</b>

31. MoloLamken believes that the foregoing services were necessary to the administration of the Chapter 11 case and were beneficial to its client, the Committee, at the time which the services were rendered. All services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue or task addressed.

#### **SUPPORTING DOCUMENTATION**

32. As noted above, MoloLamken was retained to serve in the capacity of Special Appellate Litigation Counsel by Order of this Court dated June 26, 2023, which retention was effective April 20, 2023. A copy of that retention Order is annexed hereto as Exhibit “A”.

33. This Application represents MoloLamken’s Third Interim Fee Application as Special Appellate Litigation Counsel to the Committee and covers the period June 1, 2024 through August 31, 2024.

34. Annexed hereto and made part hereof as Exhibit “B” are copies of MoloLamken’s computerized time sheets. These records detail the services rendered by the partners, associates, and legal assistants of MoloLamken, the hourly rate charged by each partner, associate or legal assistant, and the actual time expended in the performance of such services. Said time sheets reflect that MoloLamken has expended 50.2 hours of attorney time and 50.7 hours of total professional time in

performing services for the Committee, resulting in charges of \$65,195.00 for attorney services and \$65,357.50 for total professional services. The blended hourly rate charged herein is \$1,298.71 for attorney time and \$1,289.10 for total professional time which MoloLamken believes is fair and reasonable in light of the nature of the services rendered and the expertise of the professionals rendering such services. These records also detail the expenses incurred by MoloLamken on behalf of the Committee. Said records reflect that MoloLamken has incurred no expenses on behalf of the Committee.

35. The following Monthly Fee Statements which comprise the instant Application were filed with the Court and served pursuant to the Interim Compensation Orders:

Date Filed and Docket No.	Filing Period	Total Fees (at 100%)	20% Holdback	Fees Requested (at 80%)	Expenses Requested (at 100%)
(Fourteenth) July 3, 2024 D.I. 1789	May 1, 2024-May 31, 2024	\$6,435.00	\$1,287.00	\$5,148.00	\$0
(Fifteenth) July 31, 2024 D.I. 1813	June 1, 2024-June 30, 2024	\$15,335.00	\$3,067.00	\$12,268.00	\$0
(Sixteenth) September 6, 2024 D.I. 1851	July, 2024-July 31, 2024	\$39,347.50	\$7,869.50	\$31,478.00	\$0
(Seventeenth) October 4, 2024 D.I. 1892	August 1, 2024-August 31, 2024	\$4,240.00	\$848.00	\$3,392.00	\$0

36. MoloLamken has received payment for fees and disbursements in connection with the Monthly Fee Statements as laid out below:

Date Filed and Docket No.	Filing Period	Total Fees Paid to Date (at 80%)	Total Expenses Paid to Date (at 100%)
(Fourteenth) July 3, 2024 D.I. 1789	May 1, 2024-May 31, 2024	\$5,143.74	\$0

(Fifteenth) July 31, 2024 D.I. 1813	June 1, 2024-June 30, 2024	\$12,268.00	\$0
(Sixteenth) September 6, 2024 D.I. 1851	July 1, 2024-July 31, 2024	\$31,478.00	\$0
(Seventeenth) October 4, 2024 D.I. 1892	August 1, 2024- August 31, 2024	\$0	\$0

37. Annexed hereto and made part hereof as Exhibit “C” is the Affidavit of Jeffrey A. Lamken, submitted in accordance with the provisions of Section 504 of the Bankruptcy Code.

38. Pursuant to section C.3 of the United States Trustee’s Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses in Larger Chapter 11 Cases (the “UST Guidelines”), MoloLamken’s hourly rates for bankruptcy services are comparable to the hourly rates charged in complex chapter 11 cases by comparably skilled bankruptcy attorneys. In addition, MoloLamken’s hourly rates for bankruptcy services are comparable to the rates charged by the firm, and by comparably skilled practitioners in other firms, for complex corporate and litigation matters, whether in court or otherwise, regardless of whether a fee application is required.

39. On October 15, 2024, the co-chair of the Committee was provided with copies of the instant Application and the co-chair has since reviewed and approved same for filing.

40. In compliance with Fed. R. Bankr. P. 2016 and upon the filing hereof, MoloLamken has provided a copy of this Application to the U.S. Trustee.

**RELIEF REQUESTED**

41. By this Application, MoloLamken requests this Court approve payment of one hundred (100%) of the fees and expenses incurred by MoloLamken during the Application Period.

42. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount of compensation requested by MoloLamken in this Application is fair and reasonable given (a) the complexity of the Chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code.

43. MoloLamken has reviewed the requirements of Local Rule 2016-3 and the UST Guidelines and believes this Application substantially complies therewith.

**CONCLUSION**

WHEREFORE, MoloLamken respectfully requests (a) interim approval and allowance of compensation for professional and paraprofessional services rendered as Special Appellate Litigation Counsel to the Committee during the Application Period in the amount of \$65,357.50; and (b) entry of an order authorizing and directing that the Debtor pay to the Applicant the amounts allowed, subject to amounts paid on account of the Monthly Fee Statements under the Interim Fee Procedures Order, and granting any and all further relief as may be appropriate.

Respectfully submitted,

Dated: October 15, 2024

**MOLOLAMKEN LLP**

By: /s/ Jeffrey A. Lamken

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